

EXHIBIT D

LTL ATTORNEYS LLP

Enoch H. Liang (SBN 212324)
601 Gateway Boulevard, Suite 1010
South San Francisco, California 94080
Tel: 650-422-2130
Fax: 213-612-3773
enoch.liang@ltmlattorneys.com

James M. Lee (SBN 192301)
Caleb H. Liang (Bar No. 261920)
300 S. Grand Ave., 14th Floor
Los Angeles, California 90071
Tel: 213-612-8900
Fax: 213-612-3773
james.lee@ltmlattorneys.com
caleb.liang@ltmlattorneys.com

HUNG G. TA, ESQ. PLLC

Hung G. Ta
JooYun Kim
250 Park Avenue, 7th Floor
New York, New York 10177
Tel: 646-453-7288
hta@hgtlaw.com
jooyun@hgtlaw.com

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA**

IN RE TEZOS SECURITIES LITIGATION

This document relates to:

ALL ACTIONS.

Master File No. 17-cv-06779-RS

CLASS ACTION

**DECLARATION OF ARTIOM FRUNZE
IN SUPPORT OF PLAINTIFFS' MOTION
FOR CLASS CERTIFICATION**

Date: April 24, 2019
Time: 1:30 p.m.
Crtrm: 3

Judge: Hon. Richard Seeborg

I, ARTIOM FRUNZE, declare as follows pursuant to 28 U.S.C. § 1746:

1. I respectfully submit this Declaration in support of Plaintiffs' motion for class certification, appointment as class representatives and appointment of LTL Attorneys and Hung G. Ta, Esq. PLLC as class counsel in the above-captioned action.

2. I have reviewed the Consolidated Class Action Complaint filed in this lawsuit on April 3, 2018 (Dkt. No. 108), as amended pursuant to stipulation and order, entered November 21, 2018 (Dkt. No. 183).

3. I am seeking appointment by this Court as Class Representative for the following Class:

All persons and entities who, directly or indirectly, contributed Bitcoin or Ethereum to the Tezos Initial Coin Offering conducted in July 2017. Excluded from the Class are Defendants, and any person, firm, trust, corporation, or other entity related to or affiliated with any Defendant.

4. I invested in the Tezos Initial Coin Offering (the "Tezos ICO"), which was held in July 2017. The dates and amounts of my investments, as well as the number of Tezos tokens (XTZ) that I was promised, were as follows:

Investment	Trade Date	Amount of XTZ Promised
20 ETH	July 2, 2017	13,953.72
98 ETH	July 2, 2017	68,716.62
120 ETH	July 3, 2017	82,937.04

5. I did not purchase the Tezos tokens at the direction of counsel or in order to participate in this lawsuit.

6. I understand that this lawsuit alleges that the Tezos ICO was an unregistered sale of securities, in violation of the U.S. Securities Act of 1933.

7. I am willing to serve as a Class Representative on behalf of the Class, including providing testimony at deposition and trial, if necessary. I understand and accept the responsibilities

1 and obligations of serving as a Class Representative, and am willing to oversee the vigorous
2 prosecution of this litigation.

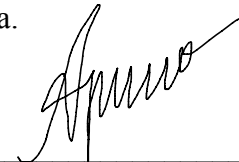
3 8. I will not, either directly or indirectly, accept any payment for serving as a
4 representative party on behalf of the Class beyond my *pro rata* share of any recovery, except such
5 reasonable costs and expenses (including lost wages) directly relating to the representation of the
6 Class, as approved or ordered by the Court.

7 9. I have communicated with Ronald Puma, the managing member and authorized
8 representative of the other proposed Class Representative, Pumaro LLC. We communicated via a
9 conference call with counsel to discuss our duties as Class Representatives and the joint prosecution
10 of the litigation.

11 10. Mr. Puma and I intend to oversee this litigation and our counsel to ensure the efficient
12 and zealous prosecution of Class claims. To this end, we have exchanged contact information to
13 enable us to confer, with or without counsel, on short notice to ensure timely decision-making.

14 I declare under penalty of perjury under the laws of the United States of America that the
15 foregoing statements relating to me are true and correct to the best of my knowledge.

16 Executed this **9th** day of January, 2018 at Richlands, Australia.



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19 ARTIOM FRUNZE